UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF GEORGIA
ROME DIVISION

IN RE:	CHAPTER 11
FAIRGREEN CAPITAL, LP,	CASE NO. 11-40242
FAIRGREEN EDENWOOD, LLC,	CASE NO. 11-40240
FAIRGREEN NORTH PAULDING, LLC,	CASE NO. 11-40241
FAIRGREEN GREAT SKY, LLC,	CASE NO. 11-40243
FAIRGREEN MIRROR LAKE, LLC,	CASE NO. 11-40245
FAIRGREEN HOMES, LLC, and	CASE NO. 11-40246
STRICKLIN CAPITAL, INC.,	CASE NO. 11-40247
Debtors.	

MOTION FOR JOINT ADMINISTRATION

NOW COME Fairgreen Capital, LP (“Fairgreen”), Fairgreen Edenwood, LLC, (“Edenwood”), Fairgreen North Paulding, LLC (“North Paulding”), Fairgreen Great Sky, LLC (“Great Sky”), Fairgreen Mirror Lake, LLC (“Mirror Lake”), Fairgreen Homes, LLC (“Homes”), and Stricklin Capital, Inc. (“Stricklin,” collectively with Fairgreen, Edenwood, North Paulding, Great Sky, Mirror Lake, and Homes, “Debtors”), Debtors and Debtors-in-Possession in the above-captioned cases and file this Motion for Joint Administration, respectfully showing the Court as follows:

Jurisdiction

This Court has jurisdiction to consider this Motion pursuant to 28 U.S.C. § 1334. This matter is a core proceeding pursuant to 28 U.S.C. § 157 (b)(2)(A). Venue of this case is proper pursuant to 28 U.S.C. § 1408.

Background

1.

Debtors filed voluntary petitions for relief under Chapter 11 of the U.S. Bankruptcy Code on January 31, 2011 (the “Petition Date”). Debtors are operating their businesses as a debtors-in-possession pursuant to 11 U.S.C. §§ 1107 and 1108.

2.

Edenwood, North Paulding, Homes, Great Sky and Mirror Lake are Georgia limited liability companies; Fairgreen is the sole member of each of them. Fairgreen is a Georgia limited partnership, for which Stricklin, a Georgia corporation, is the general partner. Debtors share the same mailing address, which is 6065 Roswell Road, Suite 900, Atlanta, GA 30328.

3.

Edenwood’s sole significant asset is a parcel of real property located in Paulding County, Georgia (the "Edenwood Subdivision"), which is a partially developed subdivision, including 204 developed lots (the “Lots”). Of the 204 developed Lots in Edenwood Subdivision, approximately 20 Lots have houses constructed on them. Of the approximate 20 Lots with houses, 13 have been sold to third parties. Development of the majority of the common areas and green space in the Edenwood Subdivision has been completed. A homeowners’ association is active related to the management of the common areas and green space within the Edenwood Subdivision.

4.

North Paulding's sole significant asset is an undeveloped parcel of real property consisting of 490 acres of undeveloped land, located in Paulding County, Georgia, which is intended to be developed as an 800 lot expansion of the Edenwood Subdivision.

5.

Great Sky owns a parcel of real property located in Cherokee County, Georgia (the "Great Sky Subdivision"), which is a partially developed subdivision, including approximately 625 developed Lots and 450 acres of undeveloped land. Of the approximate 625 developed Lots in Great Sky Subdivision, approximately 425 Lots have houses constructed on them. The 450 acres of undeveloped land is intended for development of 800 additional Lots. Of the approximate 425 Lots with houses, 420 have been sold to third parties. Development of the majority of the common areas and green space in the Great Sky Subdivision has been completed. A homeowners' association is active related to the management of the common areas and green space within the Great Sky Subdivision.

6.

Mirror Lake owns a parcel of real property located in Douglas County and Carroll County, Georgia (the "Mirror Lake Subdivision"), which is a partially developed subdivision, including 1250 developed Lots and 412 acres of undeveloped land. Of the 1250 developed Lots in Mirror Lake Subdivision, 1150 Lots have houses constructed on them. The 412 acres of undeveloped land is intended for development of 1,000 additional Lots. Of the 1150 Lots with houses, 1145 have been sold to third parties.

Development of the majority of the common areas and green space in the Mirror Lake Subdivision has been completed. A homeowners' association is active related to the management of the common areas and green space within the Mirror Lake Subdivision.

7.

Homes is the housebuilding operations company for Fairgreen and its related entities. Among other things, Homes built the houses in Great Sky Subdivision and Mirror Lake Subdivision. Homes is currently constructing houses in Cherokee County, Douglas County, and Gwinnett County, Georgia.

8.

Fairgreen is the sole member of Edenwood, North Paulding, Great Sky, Mirror Lake, and Homes. Stricklin is the general partner of Fairgreen. Fairgreen's and Stricklin's offices are located in Fulton County, Georgia.

Argument & Citation of Authority

Pursuant to Federal Rule of Bankruptcy Procedure 1015(b), the Court is authorized to order the joint administration of multiple cases pending before it under the Bankruptcy Code when affiliated debtors are involved. In this case, Edenwood, North Paulding, Great Sky, Mirror Lake, and Homes are owned by the same sole member, Fairgreen, and Stricklin is the general partner of Fairgreen. Homes is the entity responsible for the housebuilding operations related to Edenwood, Great Sky, and Mirror Lake, and may in the future build homes related to the North Paulding real property.

Debtors believe that it would be more efficient for the administration of the seven (7) above-described cases if the joint administration were authorized. Debtors anticipate that many hearings and contested matters in these cases will apply to Debtors equally, in that several Debtors have common creditors. Consequently, joint administration of these cases will promote economic and efficient administration of the Debtors' estates, avoiding the problems associated with the administration of separate cases. Further, there will not be prejudice to any party as a result of the joint administration requested in this Motion, in that it is entirely procedural and will not affect any party's substantive rights.

WHEREFORE, Debtors respectfully request that the Court enter an order:

1) Authorizing joint administration of the bankruptcy cases of Fairgreen Capital, LP, Fairgreen Edenwood, LLC, Fairgreen North Paulding, LLC, Fairgreen Great Sky, LLC, Fairgreen Mirror Lake, LLC, Fairgreen Homes, LLC, and Stricklin Capital, Inc., with the lead case being designated as the Fairgreen Capital, LP case.

2) Finding that this Motion has been served on the Office of the United States Trustee, the Internal Revenue Service, Debtors' pre-petition secured lenders, and the twenty (20) largest unsecured creditors on a consolidated basis (the "Top 20 List"), plus a minimum of the five (5) largest unsecured creditors from each case (the "Top 5 List"), exclusive of any creditor in the Top 5 List for any one Debtor which is already included in the Top 20 List, and that in light of the relief requested, Debtors submit that no further notice is necessary; and

3) Grant such other relief and further relief as may be just and proper.

This 31st day of January, 2011.

Cohen Pollock Merlin & Small, P.C.
Proposed Counsel for Debtors

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